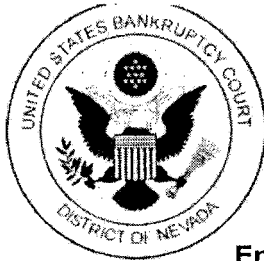



EXHIBIT A



Entered on Docket
May 17, 2011


Hon. Linda B. Riegler
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining Second Omnibus Objection
Of USACM Trust To Proofs Of Claim Based
Entirely Upon Investment In The Oak Shores
II Loan**

Hearing Date: May 9, 2011
Hearing Time: 10:30 a.m.

The Court having considered the "Second Omnibus Objection Of USACM Trust To Proofs Of Claim Based Entirely Upon Investment in The Oak Shores II Loan ("Oak Shores II Loan") [DE 8305] (the "Objection"); the Court having heard the Objection on May 9, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record that the disallowance of the Claims listed on Exhibit A does not affect the direct lender's right to repayment by the

1 borrower or from the collateral securing the Oak Shores II Loan, and good cause
2 appearing:

3 **IT IS ORDERED** that:

- 4 1. The Objection [DE 8305] is sustained; and
5 2. The claims listed on **Exhibit A** attached are disallowed in their entirety since
6 and to the extent that those claims are based upon an investment in the Oak Shores II
7 Loan.

8
9 PREPARED AND RESPECTFULLY SUBMITTED BY:

10 **LEWIS AND ROCA LLP**
11

12 By /s/ John Hinderaker
13 Robert M. Charles, Jr.
14 John Hinderaker (*pro hac vice*)
15 3993 Howard Hughes Parkway, Ste. 600
16 Las Vegas, Nevada 89169-5996
Telephone: (702) 949-8320
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17 *Attorneys for USACM Liquidating Trust*
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).

XXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

| | |
|---|--|
| U.S. Trustee: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapprove d the form of this order |
| <input checked="" type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |
| Other Party: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapprove d the form of this order |
| <input type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker.
Attorneys for USACM Liquidating Trust

#

Oak Shores II (John E. King)
Single Loan Claims

| Claim # | Date Claim Filed | Name/Address | Total Claim Amount Relating to the Oak Shores II (John E. King) Loan | Unremitted Principal to be Allowed as Claim Relating to the Oak Shores II (John E. King) | Approximate Amount Subject to Objection Because it Relates to an Investment in the Oak Shores II (John E. King) Loan |
|-------------|------------------|---|--|--|--|
| 10725-01867 | 1/5/2007 | Kefalas, Chris & Kathy 2806 Rambler Valley Drive Cedar Park, TX 78613-1653 | 50,000.00 | 10,033.44 | 39,966.56 |
| 10725-01145 | 11/8/2006 | Leblanc, Jean-Jacques - IRA Po Box 6434 Incline Village, NV 89450-6434 | 39,761.00 | - | 39,761.00 |
| 10725-00873 | 11/1/2006 | Marston, John M & Linda S 12441 Road 44 Mancos, CO 81328 | 102,950.92 | 20,066.89 | 82,884.03 |
| 10725-02247 | 1/12/2007 | Mcquerry Family Trust William Mcquerry 318 Singing Brook Cir Santa Rosa, CA 95409-6483 | 97,985.38 | - | 97,985.38 |
| 10725-02345 | 1/16/2007 | Moore, Raymond C & Rose 902 University Ridge Dr Reno, NV 89512 | 80,955.52 | - | 40,477.76 |
| 10725-00200 | 9/20/2006 | MW Gorts & Company Michael Gorts 7820 Emerald Harbor Ct Las Vegas, NV 89128 | 100,000.00 | - | 100,000.00 |
| 10725-01528 | 11/30/2006 | Nelson, James 408 N Berry Pine Rd Rapid City, SD 57702 | 25,971.00 | 10,033.44 | 15,937.56 |
| 10725-02573 | 10/5/2007 | Nelson, James 408 N Berry Pine Rd Rapid City, SD 57702 | 10,033.44 | - | 10,033.44 |

EXHIBIT A

2349775.2

Oak Shores II (John E. King)
Single Loan Claims

| Claim # | Date Claim Filed | Name/Address | Total Claim Amount Relating to the Oak Shores II (John E. King) Loan | Unremitted Principal to be Allowed as Claim Relating to the Oak Shores II (John E. King) | Approximate Amount Subject to Objection Because it Relates to an Investment In the Oak Shores II (John E. King) Loan |
|-------------|------------------|--|--|--|--|
| 10725-01899 | 1/9/2007 | Nirenstein 1992 Revoc Trust, Allen M & Dorothy H Dtd 3/4/92 C/O Allen & Dorothy Nirenstein Ttees 403 Woodland Road Kentfield, CA 94904-2635 | 100,000.00 | - | 100,000.00 |
| 10725-00645 | 10/10/2006 | Ramon L & Linda L Snyder Family Trust Dtd 10/14/98 C/O Ramon L & Linda L Snyder Ttees 405 Grayeagle Ct Lincoln, CA 95648-8676 | 125,000.00 | 25,083.61 | 99,916.39 |

EXHIBIT A

2349775.2